

B7 (Official Form 7) (04/10)

**United States Bankruptcy Court  
District of New Jersey**

In re **FRANKLIN CREDIT HOLDING CORPORATION**

Debtor(s)

Case No.

Chapter

**11**

**STATEMENT OF FINANCIAL AFFAIRS**

This statement is to be completed by every debtor. Spouses filing a joint petition may file a single statement on which the information for both spouses is combined. If the case is filed under chapter 12 or chapter 13, a married debtor must furnish information for both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed. An individual debtor engaged in business as a sole proprietor, partner, family farmer, or self-employed professional, should provide the information requested on this statement concerning all such activities as well as the individual's personal affairs. To indicate payments, transfers and the like to minor children, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. § 112; Fed. R. Bankr. P. 1007(m).

Questions 1 - 18 are to be completed by all debtors. Debtors that are or have been in business, as defined below, also must complete Questions 19 - 25. **If the answer to an applicable question is "None," mark the box labeled "None."** If additional space is needed for the answer to any question, use and attach a separate sheet properly identified with the case name, case number (if known), and the number of the question.

*DEFINITIONS*

**"In business."** A debtor is "in business" for the purpose of this form if the debtor is a corporation or partnership. An individual debtor is "in business" for the purpose of this form if the debtor is or has been, within six years immediately preceding the filing of this bankruptcy case, any of the following: an officer, director, managing executive, or owner of 5 percent or more of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership; a sole proprietor or self-employed full-time or part-time. An individual debtor also may be "in business" for the purpose of this form if the debtor engages in a trade, business, or other activity, other than as an employee, to supplement income from the debtor's primary employment.

**"Insider."** The term "insider" includes but is not limited to: relatives of the debtor; general partners of the debtor and their relatives; corporations of which the debtor is an officer, director, or person in control; officers, directors, and any owner of 5 percent or more of the voting or equity securities of a corporate debtor and their relatives; affiliates of the debtor and insiders of such affiliates; any managing agent of the debtor. 11 U.S.C. § 101.

**1. Income from employment or operation of business**

None  
☐

State the gross amount of income the debtor has received from employment, trade, or profession, or from operation of the debtor's business, including part-time activities either as an employee or in independent trade or business, from the beginning of this calendar year to the date this case was commenced. State also the gross amounts received during the **two years** immediately preceding this calendar year. (A debtor that maintains, or has maintained, financial records on the basis of a fiscal rather than a calendar year may report fiscal year income. Identify the beginning and ending dates of the debtor's fiscal year.) If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income of both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

AMOUNT

**\$0.00**

SOURCE

**Business Gross Income: 2011**

**\$0.00**

**Business Gross Income: 2010**

**\$0.00**

**Business Gross Income: Year to date 2012**

**2. Income other than from employment or operation of business**

None  
☒

State the amount of income received by the debtor other than from employment, trade, profession, or operation of the debtor's business during the **two years** immediately preceding the commencement of this case. Give particulars. If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income for each spouse whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

AMOUNT

SOURCE

**3. Payments to creditors**

None ☒ **Complete a. or b., as appropriate, and c.**

a. *Individual or joint debtor(s) with primarily consumer debts.* List all payments on loans, installment purchases of goods or services, and other debts to any creditor made within **90 days** immediately preceding the commencement of this case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$600. Indicate with an (\*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and credit counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS	AMOUNT PAID	AMOUNT STILL OWING
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None ☐ b. *Debtor whose debts are not primarily consumer debts:* List each payment or other transfer to any creditor made within **90 days** immediately preceding the commencement of the case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$5,850\*. If the debtor is an individual, indicate with an asterisk (\*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and credit counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments and other transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS/ TRANSFERS	AMOUNT PAID OR VALUE OF TRANSFERS	AMOUNT STILL OWING
See Attachment 3		\$0.00	\$0.00

None ☐ c. *All debtors:* List all payments made within **one year** immediately preceding the commencement of this case to or for the benefit of creditors who are or were insiders. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR AND RELATIONSHIP TO DEBTOR	DATE OF PAYMENT	AMOUNT PAID	AMOUNT STILL OWING
Allan Lyons 6471 Enclave Way Boca Raton, FL 33496	07/01/11 - 9,250.00	\$36,036.00	\$1,250.00
	07/21/11 - 1,786.00		
	10/01/11 - 8,000.00		
	12/15/11 - 500.00		
	01/01/12 - 7,500.00		
Frank Evans 10718 Falls Pointe Drive Great Falls, VA 22066	04/01/12 - 9,000.00	\$21,750.00	\$250.00
	07/01/11 - 5,750.00		
	10/01/11 - 5,000.00		
	01/01/12 - 5,000.00		
	04/01/12 - 6,000.00		
Michael L. Bertash 193 Taft Crescent Centerport, NY 11721	07/01/11 - 6,250.00	\$23,750.00	\$1,250.00
	10/01/11 - 5,500.00		
	12/15/11 - 500.00		
	01/01/12 - 5,000.00		
	04/01/12 - 6,500.00		
Steve Lefkowitz 53 7th Avenue Brooklyn, NY 11217	07/01/11 - 6,500.00	\$24,000.00	\$1,250.00
	10/01/11 - 5,500.00		
	12/15/11 - 500.00		
	01/01/12 - 5,000.00		
	04/01/12 - 6,500.00		

\* Amount subject to adjustment on 4/01/13, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

**4. Suits and administrative proceedings, executions, garnishments and attachments**

- None ☐ a. List all suits and administrative proceedings to which the debtor is or was a party within **one year** immediately preceding the filing of this bankruptcy case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

CAPTION OF SUIT AND CASE NUMBER	NATURE OF PROCEEDING	COURT OR AGENCY AND LOCATION	STATUS OR DISPOSITION
Crawford v. Franklin Credit Holding Corporation et al. - 11-08379 (RDD)		United States Bankruptcy Court for the Southern District of New York	Pending
Deutsche Bank National Trust Company, as Trustee for Tribeca Lending Trust Series 1 v. Dorothy J. Boy v. Mortgage Electronic Registration Systems, Inc., as Nominee for Tribeca Lending Corp, et al.	Contested Foreclosure	Court of Common Pleas, Philadelphia, PA	Pending
Virgilio v. The Huntington National Bank et al. - 10-01906		United States Bankruptcy Court for the District of New Jersey	Settled
Washington v. Franklin Credit Management Corp. et al. 11-40-5954	Loan Dispute	Court of Common Plea, State of South Carolina, County of Richland	Dismissed

- None ☒ b. Describe all property that has been attached, garnished or seized under any legal or equitable process within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF PERSON FOR WHOSE BENEFIT PROPERTY WAS SEIZED	DATE OF SEIZURE	DESCRIPTION AND VALUE OF PROPERTY
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**5. Repossessions, foreclosures and returns**

- None ☒ List all property that has been repossessed by a creditor, sold at a foreclosure sale, transferred through a deed in lieu of foreclosure or returned to the seller, within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR OR SELLER	DATE OF REPOSSESSION, FORECLOSURE SALE, TRANSFER OR RETURN	DESCRIPTION AND VALUE OF PROPERTY
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**6. Assignments and receiverships**

- None ☒ a. Describe any assignment of property for the benefit of creditors made within **120 days** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include any assignment by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF ASSIGNEE	DATE OF ASSIGNMENT	TERMS OF ASSIGNMENT OR SETTLEMENT
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- None ☒ b. List all property which has been in the hands of a custodian, receiver, or court-appointed official within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CUSTODIAN	NAME AND LOCATION OF COURT CASE TITLE & NUMBER	DATE OF ORDER	DESCRIPTION AND VALUE OF PROPERTY
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**7. Gifts**

None ☒ List all gifts or charitable contributions made within **one year** immediately preceding the commencement of this case except ordinary and usual gifts to family members aggregating less than \$200 in value per individual family member and charitable contributions aggregating less than \$100 per recipient. (Married debtors filing under chapter 12 or chapter 13 must include gifts or contributions by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF PERSON OR ORGANIZATION	RELATIONSHIP TO DEBTOR, IF ANY	DATE OF GIFT	DESCRIPTION AND VALUE OF GIFT
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**8. Losses**

None ☒ List all losses from fire, theft, other casualty or gambling within **one year** immediately preceding the commencement of this case **or since the commencement of this case.** (Married debtors filing under chapter 12 or chapter 13 must include losses by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

DESCRIPTION AND VALUE OF PROPERTY	DESCRIPTION OF CIRCUMSTANCES AND, IF LOSS WAS COVERED IN WHOLE OR IN PART BY INSURANCE, GIVE PARTICULARS	DATE OF LOSS
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**9. Payments related to debt counseling or bankruptcy**

None ☐ List all payments made or property transferred by or on behalf of the debtor to any persons, including attorneys, for consultation concerning debt consolidation, relief under the bankruptcy law or preparation of the petition in bankruptcy within **one year** immediately preceding the commencement of this case.

NAME AND ADDRESS OF PAYEE	DATE OF PAYMENT, NAME OF PAYOR IF OTHER THAN DEBTOR	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
McCarter & English, LLP Four Gateway Center 100 Mulberry Street Newark, NJ 07102	Franklin Credit Management Corp. Between April 18, 2012 and June 4, 2012	\$251,375.01 (including 75K post-petition retainer)

**10. Other transfers**

None ☒ a. List all other property, other than property transferred in the ordinary course of the business or financial affairs of the debtor, transferred either absolutely or as security within **two years** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF TRANSFEREE, RELATIONSHIP TO DEBTOR	DATE	DESCRIBE PROPERTY TRANSFERRED AND VALUE RECEIVED
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None ☐ b. List all property transferred by the debtor within **ten years** immediately preceding the commencement of this case to a self-settled trust or similar device of which the debtor is a beneficiary.

NAME OF TRUST OR OTHER DEVICE	DATE(S) OF TRANSFER(S)	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY OR DEBTOR'S INTEREST IN PROPERTY
None however see description		The Debtor discloses the following: Indemnification trust entered into on May 1, 2009 between the Debtor, as grantor, and Wilmington Trust Company (which is now part of M&T Bank), as trustee. Any remaining trust corpus (market value: \$1,001,074.86 as of 10/31/11 - Acct # xxx0500), in general, goes back to the Debtor upon expiration of the trust in March 31, 2019 or upon termination by consent of all the Debtor's board of directors and all the then living beneficiaries.

**11. Closed financial accounts**

- None ☐ List all financial accounts and instruments held in the name of the debtor or for the benefit of the debtor which were closed, sold, or otherwise transferred within **one year** immediately preceding the commencement of this case. Include checking, savings, or other financial accounts, certificates of deposit, or other instruments; shares and share accounts held in banks, credit unions, pension funds, cooperatives, associations, brokerage houses and other financial institutions. (Married debtors filing under chapter 12 or chapter 13 must include information concerning accounts or instruments held by or for either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF INSTITUTION	TYPE OF ACCOUNT, LAST FOUR DIGITS OF ACCOUNT NUMBER, AND AMOUNT OF FINAL BALANCE	AMOUNT AND DATE OF SALE OR CLOSING
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**12. Safe deposit boxes**

- None ☐ List each safe deposit or other box or depository in which the debtor has or had securities, cash, or other valuables within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include boxes or depositories of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF BANK OR OTHER DEPOSITORY	NAMES AND ADDRESSES OF THOSE WITH ACCESS TO BOX OR DEPOSITORY	DESCRIPTION OF CONTENTS	DATE OF TRANSFER OR SURRENDER, IF ANY
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**13. Setoffs**

- None ☐ List all setoffs made by any creditor, including a bank, against a debt or deposit of the debtor within **90 days** preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATE OF SETOFF	AMOUNT OF SETOFF
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**14. Property held for another person**

- None ☐ List all property owned by another person that the debtor holds or controls.

NAME AND ADDRESS OF OWNER	DESCRIPTION AND VALUE OF PROPERTY	LOCATION OF PROPERTY
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**15. Prior address of debtor**

- None ☐ If the debtor has moved within **three years** immediately preceding the commencement of this case, list all premises which the debtor occupied during that period and vacated prior to the commencement of this case. If a joint petition is filed, report also any separate address of either spouse.

ADDRESS	NAME USED	DATES OF OCCUPANCY
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**16. Spouses and Former Spouses**

- None ☐ If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within **eight years** immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state.

NAME

**17. Environmental Information.**

For the purpose of this question, the following definitions apply:

"Environmental Law" means any federal, state, or local statute or regulation regulating pollution, contamination, releases of hazardous or toxic substances, wastes or material into the air, land, soil, surface water, groundwater, or other medium, including, but not limited to, statutes or regulations regulating the cleanup of these substances, wastes, or material.

"Site" means any location, facility, or property as defined under any Environmental Law, whether or not presently or formerly owned or operated by the debtor, including, but not limited to, disposal sites.

"Hazardous Material" means anything defined as a hazardous waste, hazardous substance, toxic substance, hazardous material, pollutant, or contaminant or similar term under an Environmental Law

- None ☐ a. List the name and address of every site for which the debtor has received notice in writing by a governmental unit that it may be liable or potentially liable under or in violation of an Environmental Law. Indicate the governmental unit, the date of the notice, and, if known, the Environmental Law:

SITE NAME AND ADDRESS	NAME AND ADDRESS OF GOVERNMENTAL UNIT	DATE OF NOTICE	ENVIRONMENTAL LAW
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- None ☐ b. List the name and address of every site for which the debtor provided notice to a governmental unit of a release of Hazardous Material. Indicate the governmental unit to which the notice was sent and the date of the notice.

SITE NAME AND ADDRESS	NAME AND ADDRESS OF GOVERNMENTAL UNIT	DATE OF NOTICE	ENVIRONMENTAL LAW
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- None ☐ c. List all judicial or administrative proceedings, including settlements or orders, under any Environmental Law with respect to which the debtor is or was a party. Indicate the name and address of the governmental unit that is or was a party to the proceeding, and the docket number.

NAME AND ADDRESS OF GOVERNMENTAL UNIT	DOCKET NUMBER	STATUS OR DISPOSITION
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**18. Nature, location and name of business**

- None ☐ a. If the debtor is an individual, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was an officer, director, partner, or managing executive of a corporation, partner in a partnership, sole proprietor, or was self-employed in a trade, profession, or other activity either full- or part-time within **six years** immediately preceding the commencement of this case, or in which the debtor owned 5 percent or more of the voting or equity securities within **six years** immediately preceding the commencement of this case.

If the debtor is a partnership, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities, within **six years** immediately preceding the commencement of this case.

If the debtor is a corporation, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities within **six years** immediately preceding the commencement of this case.

NAME	LAST FOUR DIGITS OF SOCIAL-SECURITY OR OTHER INDIVIDUAL TAXPAYER-I.D. NO. (ITIN)/ COMPLETE EIN	ADDRESS	NATURE OF BUSINESS	BEGINNING AND ENDING DATES
See Attachment 4		101 Hudson Street Jersey City, NJ 07302		

- None ☐ b. Identify any business listed in response to subdivision a., above, that is "single asset real estate" as defined in 11 U.S.C. § 101.

NAME	ADDRESS
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The following questions are to be completed by every debtor that is a corporation or partnership and by any individual debtor who is or has been, within **six years** immediately preceding the commencement of this case, any of the following: an officer, director, managing executive, or owner of more than 5 percent of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership, a sole proprietor, or self-employed in a trade, profession, or other activity, either full- or part-time.

(An individual or joint debtor should complete this portion of the statement **only** if the debtor is or has been in business, as defined above, within six years immediately preceding the commencement of this case. A debtor who has not been in business within those six years should go directly to the signature page.)

#### 19. Books, records and financial statements

- None ☒ a. List all bookkeepers and accountants who within **two years** immediately preceding the filing of this bankruptcy case kept or supervised the keeping of books of account and records of the debtor.

NAME AND ADDRESS

DATES SERVICES RENDERED

- None ☒ b. List all firms or individuals who within the **two years** immediately preceding the filing of this bankruptcy case have audited the books of account and records, or prepared a financial statement of the debtor.

NAME

ADDRESS

DATES SERVICES RENDERED

- None ☐ c. List all firms or individuals who at the time of the commencement of this case were in possession of the books of account and records of the debtor. If any of the books of account and records are not available, explain.

NAME

ADDRESS

Paul Colasono, EVP/CFO

101 Hudson Street, 25th Floor  
Jersey City, NJ 07302

Kim Shaw, Sr VP, Controller

101 Hudson Street, 25th Floor  
Jersey City, NJ 07302

- None ☒ d. List all financial institutions, creditors and other parties, including mercantile and trade agencies, to whom a financial statement was issued by the debtor within **two years** immediately preceding the commencement of this case.

NAME AND ADDRESS

DATE ISSUED

#### 20. Inventories

- None ☒ a. List the dates of the last two inventories taken of your property, the name of the person who supervised the taking of each inventory, and the dollar amount and basis of each inventory.

DATE OF INVENTORY

INVENTORY SUPERVISOR

DOLLAR AMOUNT OF INVENTORY  
(Specify cost, market or other basis)

- None ☒ b. List the name and address of the person having possession of the records of each of the two inventories reported in a., above.

DATE OF INVENTORY

NAME AND ADDRESSES OF CUSTODIAN OF INVENTORY  
RECORDS

#### 21. Current Partners, Officers, Directors and Shareholders

- None ☒ a. If the debtor is a partnership, list the nature and percentage of partnership interest of each member of the partnership.

NAME AND ADDRESS

NATURE OF INTEREST

PERCENTAGE OF INTEREST

None ☐ b. If the debtor is a corporation, list all officers and directors of the corporation, and each stockholder who directly or indirectly owns, controls, or holds 5 percent or more of the voting or equity securities of the corporation.

NAME AND ADDRESS	TITLE	NATURE AND PERCENTAGE OF STOCK OWNERSHIP
Thomas J. Axon	President and Chairman of the Board	45.2%
Paul Colasono	EVP/CFO	0.21%
Kevin Gildea	Chief Legal Officer and Secretary of the Board	
Stephen Hague	EVP of Business Development	0.075%
Kim Shaw	SVP/Controller	
Michael Bertash	Director	
Frank B. Evans, Jr.	Director	10.9%
Steven W. Lefkowitz	Director	3.22%
Allan R. Lyons	Director	0.79%

## 22. Former partners, officers, directors and shareholders

None ☒ a. If the debtor is a partnership, list each member who withdrew from the partnership within **one year** immediately preceding the commencement of this case.

NAME	ADDRESS	DATE OF WITHDRAWAL
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None ☐ b. If the debtor is a corporation, list all officers, or directors whose relationship with the corporation terminated within **one year** immediately preceding the commencement of this case.

NAME AND ADDRESS	TITLE	DATE OF TERMINATION
Jimmy Yan 1106 East Mombasha Road Monroe, NY 10950	Managing Director of Servicing and Recovery and EVP	5/9/12

## 23. Withdrawals from a partnership or distributions by a corporation

None ☐ If the debtor is a partnership or corporation, list all withdrawals or distributions credited or given to an insider, including compensation in any form, bonuses, loans, stock redemptions, options exercised and any other perquisite during **one year** immediately preceding the commencement of this case.

NAME & ADDRESS OF RECIPIENT, RELATIONSHIP TO DEBTOR	DATE AND PURPOSE OF WITHDRAWAL	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
See answers for 3c		



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**24. Tax Consolidation Group.**

None ☐ If the debtor is a corporation, list the name and federal taxpayer identification number of the parent corporation of any consolidated group for tax purposes of which the debtor has been a member at any time within **six years** immediately preceding the commencement of the case.

NAME OF PARENT CORPORATION  
**The Debtor is the parent company of a tax consolidation group. The  
Subsidiaries and their respective taxpayer ID numbers are listed on  
Attachment 4 hereto.**

TAXPAYER IDENTIFICATION NUMBER (EIN)  
**26-3104776**

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**25. Pension Funds.**

None ☒ If the debtor is not an individual, list the name and federal taxpayer-identification number of any pension fund to which the debtor, as an employer, has been responsible for contributing at any time within **six years** immediately preceding the commencement of the case.

NAME OF PENSION FUND

TAXPAYER IDENTIFICATION NUMBER (EIN)

**DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP**

I declare under penalty of perjury that I have read the answers contained in the foregoing statement of financial affairs and any attachments thereto and that they are true and correct to the best of my knowledge, information and belief.

Date June 4, 2012

Signature /s/ Paul Colasono  
**Paul Colasono**  
**Executive Vice President, Chief Financial Officer**

[An individual signing on behalf of a partnership or corporation must indicate position or relationship to debtor.]

*Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 and 3571*

**Attachment "3" to SOFA #3b.**

Posting Date	Description	Amount
03/08/2012	Check:0000001454: Marcum: 03/08/2012	50,000.00
03/08/2012	Check:0000001455: State of WI: 03/08/2012	153.43
03/08/2012	Check:0000001458: State of - 5: 03/08/2012	618.00
03/15/2012	Check:0000001459: Computershar: 03/15/2012	815.50
03/15/2012	Check:0000001460: Marshall & Stevens 03/15/2012	5,400.00
03/19/2012	Check:0000001461: SC Dept.: 03/19/2012	1,000.00
03/19/2012	Check:0000001462: Wisconsin De: 03/19/2012	25.00
03/19/2012	Check:0000001463: WV Secreta: 03/19/2012	50.00
03/21/2012	Wire-Delaware-Franchise	250.00
03/22/2012	Check:0000001464: Accume: 03/22/2012	18,978.58
03/22/2012	Check:0000001465: Cushman: 03/22/2012	7,500.00
03/28/2012	Check:0000001472:Sandberg:03/28/2012	830.00
03/28/2012	Check:0000001471: Ballard Spahr: 03/28/2012	112.50
03/28/2012	Check:0000001473: SNR Denton: 03/28/2012	13,668.00
04/01/2012	Check:0000001467: Bertash: 04/01/2012	6,500.00
04/01/2012	Check:0000001470: Lyons, A: 04/01/2012	9,000.00
04/01/2012	Check:0000001468: Evans, F: 04/01/2012	6,000.00
04/01/2012	Check:0000001469: Lefkowitz, S: 04/01/2012	6,500.00
04/12/2012	Check:0000001474: Marcum: 04/12/2012	50,000.00
04/12/2012	Check:0000001475: Quality Edga: 04/12/2012	2,840.00
04/12/2012	Check:0000001476: ReedSmith: 04/12/2012	1,000.00
04/12/2012	Check:0000001477: State of NJ: 04/12/2012	2,500.00
04/16/2012	Check:0000001481: Oregon Dept: 04/16/2012	150.00
04/16/2012	Check:0000001479: Idaho State: 04/16/2012	60.00
04/16/2012	Check:0000001480: Montana Dept: 04/16/2012	50.00
04/16/2012	Check:0000001478: Arizona: 04/16/2012	50.00
04/16/2012	Check:0000001482: Tennessee: 04/16/2012	100.00
04/17/2012	Check:0000001483: Utah Tax: 04/17/2012	100.00
04/19/2012	Check:0000001484: Accume: 04/19/2012	5,928.00
04/26/2012	Check:0000001487: Marcum: 04/26/2012	50,000.00
05/10/2012	Check:0000001488: Broadridge: 05/10/2012	181.26
05/10/2012	Check:0000001490: Marcum: 05/10/2012	33,045.00
05/17/2012	Check:0000001491: CSC: 05/17/2012	366.00
	<b>TOTAL:</b>	<b>\$273,771.27</b>

**Attachment "4" to SOFA #18 and #24**

Company Name	Tax ID #
<b>Franklin Credit Holding Corporation</b>	26-3104776
<b>Franklin Credit Management Corporation</b>	75-2243266
<i>FCRF II (Fra)</i>	
<i>FCRF VI (Fra)</i>	
<i>FCRF VII (Fra)</i>	
<i>FCRF VIII</i>	
<i>FCRF X</i>	
<i>FCRF XII</i>	
<i>FCRF XIV (Fra)</i>	
<i>FCRF XVIII</i>	
<i>FCRF XIX</i>	
<i>FCRF XX</i>	
<i>Hudson Mgmt Corp</i>	13-3863435
<i>Greenwich First Corp (XXII)</i>	13-3863441
<i>Greenwich Mgmt Corp (XXIII)</i>	13-3863446
<i>Tribeca Funding Corp (XXI)</i>	13-3863447
<b>6 Harrison Corp.</b>	<b>13-3851583</b>
<i>Greenwich Funding Corp</i>	13-3863444
<b>Harrison Financial Corp</b>	<b>52-1931339</b>
<i>Harrison 1st Corp.</i>	52-1931338
<i>Harrison Financial Assoc</i>	13-3863436
<i>Harrison Funding Corp</i>	13-3861721
<b>Flow 2000 A Corp</b>	<b>13-4102321</b>
<i>Accu 99 Corp</i>	13-4106467
<b>Beach Funding Corp.</b>	<b>13-3864395</b>
<i>Ericsson Associates Inc.</i>	13-3864396
<i>Jackson Union 28 Corp.</i>	13-3864408
<i>Mass Fed 29 Corp.</i>	13-3863439
<i>NY APT 33 Corp.</i>	13-3864411
<i>Ark 38 Corporation</i>	13-3914665
<i>Kearney 39 Corp</i>	13-3914666
<i>New Haven 40 Corp</i>	13-3919284
<i>North Fork 41 Corp.</i>	13-3926758
<i>Norwich 42 Corp</i>	13-3926760
<b>Rontex 1617 Corp.</b>	<b>13-3933337</b>
<i>St. Pete 43 Corp.</i>	13-3933335
<i>Fort Granite 44 Corp</i>	13-3933340
<i>Jersey 45 Corp</i>	13-3933341
<i>Shelton 46 Corp.</i>	13-3940159
<i>CAPT 47 Corp.</i>	13-3940161

*Garfield 48 Corp.* 13-3940165  
*Cal Second 49 Corp.* 13-3943660

**Newport 50 Corp.** 13-3943655  
*DAPT 51 Corp.* 13-3950053  
*Island 52 Corp.* 13-3973431  
*New Haven 53 Corp.* 13-3973427  
*Madison 54 Corp.* 13-3979788  
*Branford 55 Corp.* 13-3980068

**Cape 77 Corp** 13-4052453  
*Century 78 Corp* 13-4055464  
*Tampa 79 Corp* 13-4060264  
*Firstco 80 Corp* 13-4060265  
*Free 81 Corp* 13-4062161

**Coast 56 Corp** 13-3994880  
*Home Fed 57 Corp* 13-3996791  
*New Haven 58 Corp* 13-4002345  
*Flow Purchase 98 Corp* 13-4003368  
*Rapid Point 60 Corp* 13-4007192  
*Kearny 61 Corp* 13-4012757  
*Coast 62 Corp* 13-4014830  
*New Haven 63 Corp* 13-4018059

**Coast 96 Corp** 13-4093224  
*Park 97 Corp* 13-4102315  
*Pan Cal 98 Corp* 13-4102317

**Emerge 64 Corp** 13-4018060

**Emod 65 Corp** 13-4022061  
*Emsec 66 Corp* 13-4023880  
*Free/ Emgold 67 Corp* 13-4025954  
*Modgold 68 Corp* 13-4032747

**Firstgold 69 Corp** 13-4035713  
*Flow 99 - 70 Corp* 13-4047730  
*Ivy City 72 Corp* 13-4049837  
*Free 73 Corp* 13-4049839  
*Coast 74 Corp* 13-4049840  
*Accredit 75* 13-4049842  
*Flow 99 - 76 Corp* 13-4052452

*FCMC 2000 B Corp* 13-4112791  
*FCMC 2000 C Corp* 13-4138248  
*FCMC 2000 D Corp* 13-4136881  
*FCMC 2001 A Corp* 13-4156932  
*FCMC 2001 C Corp* 13-4176047  
*FCMC 2001 D Corp* 13-4176123

FCMC 2001 E Corp	13-4185122
FCMC 2001 F Corp	13-4198793
FCMC 2002 A Corp	03-0379658
FCMC 2002 B Corp	03-0379438
FCMC 2002 C Corp	03-0379436
FCMC 2002 D Corp	55-0787488
FCMC 2002 E Corp	55-0787487
FCMC 2002 F Corp	51-0431527
FCMC 2002 G Corp	51-0431526
FCMC 2002 H Corp	14-1861924
FCMC 2003 A Corp	16-1649126
FCMC 2003 B Corp	03-0507435
FCMC 2003 C Corp	03-0507426
FCMC 2003 D Corp	06-1684511
FCMC 2003 E Corp	06-1684506
FCMC 2003 F Corp	55-0840265
FCMC 2003 G Corp	55-0840267
FCMC 2003 H Corp	55-0840269
FCMC 2003 I Corp	52-2436179
FCMC 2004 A Corp	52-2436182
FCMC 2004 B Corp	52-2436183
FCMC 2004 C Corp	51-0503592
FCMC 2004 D Corp	51-0503602
FCMC 2004 E Corp	51-0503590
FCMC 2004 F Corp	56-2480011
FCMC 2004 G Corp	56-2480014
FCMC 2004 H Corp	55-0884062
FCMC 2004 I Corp	55-0884059
FCMC 2004 J Corp	58-2684101
FCMC 2004 K Corp	58-2684094
FCMC 2004 L Corp	54-2862304
FCMC 2004 M Corp	54-2162303
FCMC 2005 A Corp	51-0533394
FCMC 2005 B Corp	51-0533374
FCMC 2005 C Corp	52-2454152
FCMC 2005 D Corp	59-3801326
FCMC 2005 E Corp	54-2171660
FCMC 2005 F Corp	51-0539300
FCMC 2005 G Corp	59-3808904
FCMC 2005 H Corp	59-3808914
FCMC 2005 I Corp	59-3808908
FCMC 2005 J Corp	20-3712873
FCMC 2005 K Corp	20-3712922
FCMC 2005 L Corp	20-3712965
FCMC 2005 M Corp	20-3713011
FCMC 2005 N Corp	20-3713055
FCMC 2005 O Corp	20-3713156
FCMC 2005 P Corp	20-3945305
FCMC 2005 Q Corp	20-3945315
FCMC 2005 R Corp	20-3945323

FCMC 2005 S Corp	20-3945341
FCMC 2006 A Corp	20-4222949
FCMC 2006 B Corp	20-4223002
FCMC 2006 C Corp	20-4223142
FCMC 2006 D Corp	20-4223188
FCMC 2006 E Corp	20-4623717
FCMC 2006 F Corp	20-4623643
FCMC 2006 G Corp	20-4623605
FCMC 2006 H Corp	20-4623562
FCMC 2006 I Corp	20-4623520
FCMC 2006 J Corp	20-5062452
FCMC 2006 K Corp	20-5063380
FCMC 2006 L Corp	20-5063518
FCMC 2006 M Corp	20-5063560
FCMC 2006 N Corp	20-5063604
FCMC 2006 O Corp	20-5063650
FCMC 2006 P Corp	20-5063691
FCMC 2006 Q Corp	20-5063795
FCMC 2006 R Corp	20-5660505
FCMC 2006 S Corp	20-5662387
FCMC 2006 T Corp	20-5662539
FCMC 2006 U Corp	20-5662466
FCMC 2006 V Corp	20-5944969
FCMC 2006 W Corp	20-5944935
FCMC 2006 X Corp	20-5944832
FCMC 2006 Y Corp	20-5943518
FCMC 2006 Z Corp	20-5943475
FCMC 2007 A Corp	20-8391819
FCMC 2007 AA Corp	26-1284561
FCMC 2007 AB Corp	26-1284654
FCMC 2007 AC Corp	26-1284730
FCMC 2007 B Corp	20-8391830
FCMC 2007 C Corp	20-8391863
FCMC 2007 D Corp	20-8392415
FCMC 2007 E Corp	20-8392533
FCMC 2007 F Corp	20-8392565
FCMC 2007 G Corp	20-8826386
FCMC 2007 H Corp	20-8826497
FCMC 2007 I Corp	20-8826429
FCMC 2007 J Corp	20-8826453
FCMC 2007 K Corp	20-8826542
FCMC 2007 L Corp	20-8826583
FCMC 2007 M Corp	20-8826646
FCMC 2007 N Corp	26-0261552
FCMC 2007 O Corp	26-0261525
FCMC 2007 P Corp	26-0261491
FCMC 2007 Q Corp	26-0261442
FCMC 2007 R Corp	26-0261423
FCMC 2007 S Corp	26-0261468
FCMC 2007 T Corp	26-0475352

FCMC 2007 U Corp	26-0538639
FCMC 2007 V Corp	26-0538684
FCMC 2007 W Corp	26-0538725
FCMC 2007 X Corp	26-0538762
FCMC 2007 Y Corp	26-0538792
FCMC 2007 Z Corp	26-0538839
FCMC B-One 2004 A Corp	56-2465446
FCMC B-One 2004 B Corp	56-2465481
FCMC B-One 2004 C Corp	56-2465477
FCMC B-One 2004 D Corp	56-2465473
FCMC B-One 2004 E Corp	56-2465449

<b>Flow 2000 B Corp</b>	<b>13-4118853</b>
<i>Flow 2000 C Corp</i>	13-4126782

Flow 2000 D Corp	13-4136900
Flow 2000 E Corp	13-4143479
Flow 2000 F Corp	13-4147709
Flow 2001 A Corp	13-4150571
Flow 2001 B Corp	13-4156933
Flow 2001 C Corp	13-4126782
Flow 2001 F Corp	13-4176041
Flow 2001 G Corp	13-4176043
Flow 2001 H Corp	13-4185125
Flow 2001 I Corp	13-4185124
Flow 2001 J Corp	13-4197020
Flow 2001 K Corp	13-4197184
Flow 2001 L Corp	13-4198791
Flow 2001 E Corp	13-4169401
Flow 2002 A Corp	03-0379672
Flow 2002 B Corp	02-0538424
Flow 2002 C Corp	02-0538431
Flow 2002 D Corp	03-0379665
Flow 2002 E Corp	02-0592340
Flow 2002 F Corp	03-0435059
Flow 2002 G Corp	04-3654695
Flow 2002 H Corp	01-0677673
Flow 2002 I Corp	02-0592351
Flow 2002 J Corp	02-0593072
Flow 2002 K Corp	02-0654655
Flow 2002 L Corp	16-1648898
Flow 2003 A Corp	16-1649122
Flow 2003 B Corp	16-1649125
Flow 2003 C Corp	16-1649123
Flow 2003 D Corp	57-1162585
Flow 2003 E Corp	57-1162591
Flow 2003 F Corp	57-1162514
Flow 2003 G Corp	01-0797553
Flow 2003 H Corp	01-0797554
Flow 2003 I Corp	01-0797557

Flow 2003 J Corp	51-0486474
Flow 2003 K Corp	52-2436173
Flow 2003 L Corp	52-2436178
Flow 2004 A Corp	52-2436177
Flow 2004 B Corp	51-0497789
Flow 2004 C Corp	51-0497790
Flow 2004 D Corp	51-0497792
Flow 2004 E Corp	51-0503597
Flow 2004 F Corp	51-0503595
Flow 2004 G Corp	51-0503598
Flow 2004 H Corp	51-0503593
Flow 2004 I Corp	51-0503589
Flow 2005 A Corp	51-0533371
Flow 2005 B Corp	51-0533372
Flow 2005 C Corp	52-2454153
Flow 2005 D Corp	52-2454154
Flow 2005 E Corp	51-6539296
Flow 2005 F Corp	51-0553806
Flow 2005 G Corp	51-0553808
Flow 2005 H Corp	51-0553810
Flow 2005 I Corp	51-0553813
Flow 2005 J Corp	20-4223395
Flow 2006 A Corp	20-4223230
Flow 2006 B Corp	20-4223255
Flow 2006 C Corp	20-4223284
Flow 2006 D Corp	20-4223332
Flow 2006 E Corp	20-5063843
Flow 2006 F Corp	20-5063869
Flow 2006 G Corp	20-5063890
Flow 2006 H Corp	20-5064280
Flow 2007 A Corp	20-8826346
Flow 2007 B Corp	20-8826265
Flow 2007 C Corp	20-8826239
Flow 2007 D Corp	20-8826221

<b>Flow 99 - 92 Corp</b>	<b>13-4083380</b>
<i>Pancal 93 Corp</i>	13-4090022
<i>Park 94 Corp</i>	13-4092907
<i>Accu 95 Corp</i>	13-4093223

Fort 100 / FCMC 2001 B Corp	13-4166431
Fort 100 B / Flow 2001 D Corp	13-4166468
Juniper Corp	56-2453696

<b>Pancal 82 Corp</b>	<b>13-4062155</b>
<i>WFB 83 Corp</i>	13-4063795
<i>Well 84 Corp</i>	13-4063797
<i>Morgan 85</i>	13-4065166
<i>Park 86</i>	13-4065167
<i>Flow 99 - 88 Corp</i>	13-4069712



*Green 89 Corp* 13-4074570  
*Vantage 90 Corp* 13-4076269

**Penn 100** 13-4132516  
*Penn 100 B* 13-4132714

Point 91 Corp 13-4076271

**Tribeca Lending Corp** 13-3928360

Tribeca Loan Corp  
Tribeca L  
Tribeca XIX Corp 34-2000988  
Tribeca XV Corp 34-2000986  
Tribeca XVII Corp 34-2000987  
Tribeca XVIII Corp 34-2000985  
Tribeca XX Corp 34-2000990  
Tribeca XXI Corp 34-2000991  
Tribeca XXII Corp 34-2000992  
Tribeca XXIII Corp 51-0516201  
Tribeca XXIV Corp 55-0878265  
Tribeca XXV 2004 Corp 51-0522598  
Tribeca XXVI 2004 Corp 51-0522602  
Tribeca XXVII 2004 Corp 43-799566  
Tribeca XXVIII 2004 Corp 59-3790213  
Tribeca XXIX 2005 Corp 52-2448305  
Tribeca XXX 2005 Corp 20-4765886  
Tribeca XXXI 2005 Corp 20-4765896  
Tribeca XXXII 2005 Corp 59-3801327  
Tribeca XXXIII 2005 Corp 59-3801329  
Tribeca XXXIX 2005 Corp 51-0542606  
Tribeca XXXX 2005 Corp 51-0542609  
Tribeca XXXIV 2005 Corp 52-2459131  
Tribeca XXXV 2005 Corp 52-2459136  
Tribeca XXXVI 2005 Corp 52-2459133  
Tribeca XXXVII 2005 Corp 52-2459134  
Tribeca XXXVIII 2005 Corp 52-2459130  
Tribeca XXXXI 2005 Corp 65-1257649  
Tribeca XXXXII 2005 Corp 65-1257650  
Tribeca XXXXIII 2005 Corp 51-0553797  
Tribeca XXXXIV 2005 Corp 51-0553799  
Tribeca XXXXV 2005 Corp 51-0553802  
Tribeca XXXXVI 2005 Corp 51-0553804  
Tribeca L 2005 Corp 20-3712518  
Tribeca XXXXIX 2005 Corp 20-3712444  
Tribeca XXXXVII 2005 Corp 20-3712380  
Tribeca XXXXVIII 2005 Corp 20-3712624  
Tribeca LI 2005 Corp 20-3712202  
Tribeca LII 2005 Corp 20-3712285  
Tribeca LIII 2005 Corp 20-3712335  
Tribeca LIV 2005 Corp 20-4530218

Tribeca LVI 2005 Corp	20-3945275
Tribeca LV 2005 Corp	20-3945288
Tribeca LIX 2006 Corp	20-4406893
Tribeca LVII 2006 Corp	20-4406942
Tribeca LVIII 2006 Corp	20-4406918
Tribeca LX 2006 Corp	20-4406869
Tribeca LXII 2006 Corp	20-4628412
Tribeca LXIII 2006 Corp	20-4628394
Tribeca LXIV 2006 Corp	20-4628359
Tribeca LXV 2006 Corp	20-4624176
Tribeca LXI 2006 Corp	20-4532742
Tribeca LXIX 2006 Corp	20-4928729
Tribeca LXVI 2006 Corp	20-4872968
Tribeca LXVII 2006 Corp	20-4928602
Tribeca LXVIII 2006 Corp	20-4928663
Tribeca LXX 2006 Corp	20-4928806
Tribeca LXXI 2006 Corp	20-5396283
Tribeca LXXII 2006 Corp	20-5596461
Tribeca LXXIII 2006 Corp	20-5596485
Tribeca LXXIV 2006 Corp	20-5596504
Tribeca LXXV 2006 Corp	20-5596567
Tribeca LXXVI 2006 Corp	20-5952876
Tribeca LXXVII 2006 Corp	20-5952909
Tribeca LXXVIII 2006 Corp	20-5952951
Tribeca LXXIX 2007 Corp	20-8392646
Tribeca LXXX 2007 Corp	20-8392754
Tribeca LXXXI 2007 Corp	20-8392790
Tribeca LXXXII 2007 Corp	20-8392822
Tribeca LXXXIII 2007 Corp	20-8392878
Tribeca LXXXIV 2007 Corp	20-8826702
Tribeca LXXXIX 2007 Corp	20-8827039
Tribeca LXXXV 2007 Corp	20-8836773
Tribeca LXXXVI 2007 Corp	20-8826882
Tribeca LXXXVII 2007 Corp	20-8826928
Tribeca LXXXVIII 2007 Corp	20-8826984
Tribeca XC 2007 Corp	26-0688909
Tribeca XCI 2007 Corp	26-0688765
Tribeca XCII 2007 Corp	26-0688713
Tribeca XCIII 2007 Corp	26-0688682
Tribeca XCIV 2007 Corp	26-0688575
Tribeca XCV 2007 Corp	26-0668254

**Franklin Credit Asset Corporation** 26-3393602

**Franklin Credit Loan Servicing LLC** 26-3190549

**Franklin Asset, LLC** 26-4525956